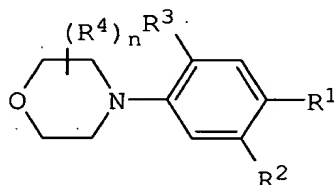


IN THE CLAIMS:

1.-37. (Cancelled).

38. (Currently amended) A compound having a formula



or a pharmaceutically acceptable salt thereof, wherein:

n is an integer 0 through 2;

R<sup>1</sup> is selected from the group consisting of hydrogen, alkyl, substituted alkyl, cycloalkyl, hetero-cycloalkyl, N(R<sup>h</sup>)<sub>2</sub>, OR<sup>h</sup>, carboxy, nitro, cyano, CHO, carboxamide, thiocarboxamide, acyl, R<sup>a</sup>C(=O), trifluoromethyl, heteroaryl, and substituted heteroaryl;

R<sup>2</sup> is selected from the group consisting of alkyl, substituted alkyl, carbamoyl, carboxamide, N(R<sup>h</sup>)<sub>2</sub>, carboxy, OR<sup>h</sup>, sulfamyl, nitro, OP(=O)(OR<sup>h</sup>)<sub>2</sub>, and sulfonamide; or

R<sup>1</sup> and R<sup>2</sup> are taken together with the carbon atoms to which each is attached to form a monocyclic 5- or 6-membered unsaturated or partially saturated ring, wherein 1, 2, or 3 carbon atoms of R<sup>1</sup> and R<sup>2</sup> optionally are a heteroatom selected from the group consisting of O, N, S, and P, said ring optionally substituted with one or more =O, =S, =NH, OR<sup>h</sup>, N(R<sup>h</sup>)<sub>2</sub>, aryl, substituted aryl, heteroaryl, or substituted heteroaryl, said nitrogen or phosphorus heteroatom optionally substituted with a group consisting of aryl, substituted

aryl, alkyl, alkyl substituted with ~~acyl~~  $R^aC(=O)$ , and ~~acyl~~  $R^aC(=O)$ ;

$R^3$ , independently, is selected from the group consisting of hydrogen, sulfonamido, sulfamyl, sulfonyl chloride, and sulfo;

wherein  $R^a$  is selected from the group consisting of alkyl, substituted alkyl, cycloalkyl, aryl, substituted aryl, heteroaryl, substituted heteroaryl, heterocycloalkyl, and substituted heterocycloalkyl;

wherein  $R^h$ , independently, is selected from the group consisting of hydrogen, alkyl, substituted alkyl, cycloalkyl, aryl, substituted aryl, heteroaryl, and substituted heteroaryl; and

$R^4$ , independently, is selected from the group consisting of  $OR^h$ , alkyl, substituted alkyl, aryl, and substituted aryl;

and wherein cycloalkyl is a nonaromatic cyclic hydrocarbon group having three to six carbon atoms;

heterocycloalkyl is a monocyclic, bicyclic, or tricyclic nonaromatic partially unsaturated or saturated ring system having 3 to 10 members and having one to four heteroatoms independently selected from the group consisting of oxygen, nitrogen, and sulfur;

heteroaryl is a cyclic aromatic ring system having five- to ten-ring atoms, wherein one- to four-ring atoms independently are selected from the group consisting of oxygen, nitrogen, and sulfur, and the remaining ring atoms are carbon;

substituted alkyl is an alkyl group having a substituent selected from the group consisting of cycloalkyl, aryl, heteroaryl, heterocycloalkyl, substi-

tuted aryl, substituted heteroaryl, substituted hetero-  
cycloalkyl,  $N(R^h)_2$ ,  $OR^h$ ,  $SR^h$ , sulfoxide, sulfonyl, halo,  
 $R^aC(=O)$ , carboxy, hydrazino, hydrazono, and hydroxy-  
amino;

substituted aryl is an aryl group having one  
to three substituents selected from the group consist-  
ing of halo,  $OR^h$ ,  $N(R^h)_2$ , CN, alkyl, substituted alkyl,  
mercapto, nitro, CHO, carboxy, carboxamide, aryl, het-  
eroaryl, cycloalkyl, heterocycloalkyl,  $O(CH_2)_{1-3}N(R^h)_2$ ,  
 $O(CH_2)_{1-3}CO_2H$ , and trifluoromethyl;

B1 substituted heteroaryl is a heteroaryl group  
having one to three substituents selected from the  
group consisting of halo,  $OR^h$ ,  $N(R^h)_2$ , CN, alkyl, sub-  
stituted alkyl, mercapto, nitro, CHO, carboxy, carbox-  
amide, aryl, heteroaryl, cycloalkyl, heterocycloalkyl,  
 $O(CH_2)_{1-3}N(R^h)_2$ ,  $O(CH_2)_{1-3}CO_2H$ , and trifluoromethyl; and

substituted heterocycloalkyl is a hetero-  
cycloalkyl group having one to three substituents  
selected from the group consisting of halo,  $OR^h$ ,  $N(R^h)_2$ ,  
CN, alkyl, substituted alkyl, mercapto, nitro, CHO,  
carboxy, carboxamide, aryl, heteroaryl, cycloalkyl,  
heterocycloalkyl,  $O(CH_2)_{1-3}N(R^h)_2$ ,  $O(CH_2)_{1-3}CO_2H$ , and  
trifluoromethyl;

with the proviso that when  $R^2$  and  $R^4$  are  
hydrogen, and  $R^3$  is H, then  $R^1$  is different from  $-(CO)-$   
 $CH_3$ , and nitro.

39. (Previously presented) The compound of claim 38 wherein  $R^1$  is selected from the group consisting of  $-H$ ,  $-OH$ ,  $-NH_2$ ,  $-CH_2OH$ ,  $-C\equiv N$ ,  $-(CO)-N(R^h)_2$ ,  $-(CO)-OH$ ,  $-(CO)-O-CH_3$ ,  $-(CO)-CF_3$ ,  $-(CO)H$ ,  $-NO_2$ ,  $-(CO)-alkyl$ ,  $-(CO)-substituted\ alkyl$ ,  $-(CO)-aryl$ ,  $-(CO)-substituted\ aryl$ ,  $-(CO)-heteroaryl$ , and  $-(CO)-CH_2-N(R^h)_2$ .

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40. (Previously presented) The compound of claim 38 wherein  $R^2$  is  $-OH$ ,  $-CH_2-OH$ ,  $-NH_2$ ,  $-NH-(CO)-CF_3$ ,  $-NH-(CO)-CH_3$ ,  $-NH-(SO_2)-CH_3$ ,  $-NH-CH_3$ , and  $-N(CH_3)-(CO)-CF_3$ .

41. (Currently amended) ~~The~~ A compound of ~~claim 38~~ having a formula

